

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - **Binani Industries Limited**  
 2. Quarter ending - **30-Sep-2016**

<b>i. Composition of Board of Directors</b>										
Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive / Non-Executive / Independent/ Nominee)	Date of Appointment	Date of cessation	Tenure	No of Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Braj Binani	00009165	AABPB0708M	C & NED	29-Sep-2014			1	0	0
Mrs.	Nidhi Binani Singhania #	00030435	AFAPB3663D	NED	29-Sep-2016			1	0	0
Mr.	Rahul Asthana *	00234247	ADGPA6889A	ID	29-Sep-2016		2	2	2	1
Mr.	S. Sridhar *	00004272	AAXPS1464M	ID	29-Sep-2016		2	6	6	4
Ms.	Shradha Binani	00427919	AJRPB4568J	NED	19-Dec-2015			1	0	0
Mrs.	Sangeeta Pandit **	06748608	AABPP2839F	ID	29-Sep-2016		2	3	3	0



# re-appointed as Director liable to retire by rotation at the 53<sup>rd</sup> Annual General Meeting held on 29/09/2016.

\* Re-appointed as Independent Director at the 53<sup>rd</sup> Annual General Meeting held on 29/09/2016.

\*\*Appointed as Independent Director at the 53<sup>rd</sup> Annual General Meeting held on 29/09/2016.

## II. Composition of Committees

<b>Audit Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Rahul Asthana	ID	Chairperson
2	S. Sridhar	ID	Member
3	Sangeeta Pandit	ID	Member

<b>Stakeholders Relationship Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Rahul Asthana	ID	Chairperson
2	S. Sridhar	ID	Member
3	Sangeeta Pandit	ID	Member

<b>Risk Management Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>

<b>Nomination and Remuneration Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Rahul Asthana	ID	Chairperson
2	S. Sridhar	ID	Member
3	Sangeeta Pandit	ID	Member

<b>III. Meeting of Board of Directors</b>		
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
21-Apr-2016	29-Jul-2016	59
30-May-2016	29-Jul-2016	



<b>IV. Meeting of Committees</b>				
<i>Name of the committee</i>	<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
28-Jul-2016	3	20-Apr-2016		58
28-Jul-2016	3	30-May-2016		
28-Jul-2016	3	20-Apr-2016		
	NA	30-May-2016		
<b>V. Related Party Transactions</b>				
<i>Subject</i>		<i>Compliance status (Yes/No/NA)</i>		
Whether prior approval of audit committee obtained		Yes		
Whether shareholder approval obtained for material RPT		Not Applicable		
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes		



**VI. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee - **Yes**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
5.
  - a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
  - b. Any comments/observations/advice of Board of Directors may be mentioned here:

**The composition of Board of Directors, Audit Committee and Nomination and Remuneration Committee is in accordance with SEBI (LODR) Regulations, 2015.**

**Name :** Visalakshi Sridhar  
**Designation :** Company Secretary & Compliance Office



**ANNEXURE III**

**Affirmations**

<b>Broad Heading</b>	<b>Regulation Number</b>	<b>Compliance Status</b>
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

**Note:**

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

**Name** :   
**Designation** : **Visalakshi Sridhar**  
**Company Secretary**

